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TELECOPY COVER SHEET

TO: Mr. Brewster Kahle ON: May 4, 1995 at \_\_\_\_\_  
(Date) (Time)

FIRM: WAIS, Inc. CLIENT NO.: 15123.000

CITY/STATE: San Francisco, CA CLIENT NAME: WAIS, Inc.

OFFICE #: 415-356-5400 WSGR OPERATOR: \_\_\_\_\_

TELECOPY #: 415-356-5444 ATTENTION: NOTIFY RECIPIENT  
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FROM: Christopher J. Younger Ext. 4543 LOCATION: PC 1-1

TOTAL NUMBER OF PAGES INCLUDING THIS COVER SHEET: 7

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MESSAGE:

Please see attached.

PLEASE NOTE THAT OUR NEW AREA FAX NUMBER HAS BEEN CHANGED TO (415) 496-4092.

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**DRAFT: May 1, 1995**

**AMERICA ONLINE, INC.**

**MERGER OF**

**AOL ACQUISITION CORP.**

**with and into**

**WIDE AREA INFORMATION SERVERS, INC.**

**May \_\_, 1995**

**SUMMARY OF INDEX OF DOCUMENTS**

**Part**

**Document  
Numbers**

- I. Definitive Agreements
- II. Closing
- III. Corporate Proceedings
- IV. Miscellaneous
- V. Post-Closing Matters

## DEFINITIONS USED IN INDEX OF DOCUMENTS

<u>Accountants</u>	Ernst & Young, independent accountants for AOL.
<u>AOL</u>	America Online, Inc., a Delaware corporation.
<u>Closing Date</u>	May ___, 1995
<u>Department</u>	California Department of Corporations.
<u>Escrow Agent</u>	NationsBank, N.A.
<u>F&amp;W</u>	Fenwick & West, counsel for AOL.
<u>Merger</u>	Merger of Sub with and into WAIS.
<u>NASDAQ</u>	The National Association of Securities Dealers Automated Quotation Systems.
<u>Plan</u>	Agreement and Plan of Reorganization dated as of May ___, 1995 by and among WAIS, AOL and Sub.
<u>SEC</u>	Securities and Exchange Commission.
<u>Sub</u>	AOL Acquisition Corp., a California corporation and wholly owned subsidiary of AOL.
<u>Transfer Agent</u>	Chemical Bank.
<u>WAIS</u>	Wide Area Information Servers, Inc., a California corporation.
<u>WSGR</u>	Wilson, Sonsini, Goodrich & Rosati, P.C., counsel for WAIS.

## DEFINITIVE AGREEMENTS

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America Online, Inc. 1992 Employee, Director and Consultant Stock Option Plan. [AOL's plan. No drafting or negotiations required.] 12 ok

Investor Representation Agreements from: [F&W] 13 ok

- Brewster Kahle
- WS Investment Co. 95A
- Allen L. Morgan

## PART II CLOSING

(Unless otherwise indicated all documents  
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May \_\_, 1995)

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Certificate of Officer of WAIS on certain tax matters delivered pursuant to Section 1.7 of the Plan. [F&W] 15 WSGR

Certificate of Officer of AOL and Sub regarding accuracy of representations and warranties and performance of covenants delivered pursuant to Sections 7.1 and 7.2 of the Plan. [F&W] 16 FW

Certificate of Officer of WAIS regarding accuracy of representations and warranties and performance of covenants delivered pursuant to Sections 8.1 and 8.2 of the Plan. [F&W] 17 FW

Opinion of WSGR delivered to AOL pursuant to Section 8.5 of the Plan. [WSGR] 18 WSGR

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